

NRS Reference Handouts for Roberts Rules Presentations

Robert's Rules NRS BYLAWS

NRS 116.3106 Bylaws.

1. The **bylaws** of the association **must**:
 - (a) Provide **the number of members of the executive board** and the **titles** of the **officers** of the association;
 - (b) Provide for election by the executive board of a president, treasurer, secretary and any other officers of the association the bylaws specify;
 - (c) Specify **the qualifications, powers and duties, terms of office and manner of electing** and **removing officers** of the association and members of the executive board and **filling vacancies**;
 - (d) **Specify the powers** the executive board or the officers of the association **may delegate** to other persons or to a community manager;
 - (e) Specify the officers who may prepare, execute, certify and record amendments to the declaration on behalf of the association;
 - (f) **Provide procedural rules for conducting meetings of the association**;
 - (g) Specify a method for the units' owners to amend the bylaws;
 - (h) **Provide procedural rules for conducting elections**;
 - (i) Contain any provision necessary to satisfy requirements in this chapter or the declaration concerning meetings, voting, quorums and other activities of the association; and
 - (j) Provide for any matter required by law of this State other than this chapter to appear in the bylaws of organizations of the same type as the association.
2. Except as otherwise provided in this chapter or the declaration, the bylaws may provide for any other necessary or appropriate matters, including, without limitation, matters that could be adopted as rules.
3. The bylaws must be written in plain English.
(Added to NRS by [1991, 562](#); A [1993, 2368](#); [1997, 3117](#); [2003, 2232](#); [2011, 2436](#))

Robert's Rules NRS Quorum

NRS 116.3109 Quorum.

1. Except as otherwise provided in this section and [NRS 116.31034](#), and **except when the governing documents provide otherwise, a quorum is present throughout any meeting of the units' owners if persons entitled to cast 20 percent of the votes in the association**:
 - (a) Are present in person;
 - (b) Are present by proxy;
 - (c) Have cast absentee ballots in accordance with paragraph (d) of subsection 2 of [NRS 116.311](#); or
 - (d) Are present by any combination of paragraphs (a), (b) and (c).
2. If the governing documents of an association contain a quorum requirement for a meeting of the association that is greater than the 20 percent required by subsection 1 and, after proper notice has been given for a meeting, the members of the association who are present in person or by proxy at the meeting are unable to hold the meeting because a quorum is not present at the beginning of the meeting, the members who are present in person at the meeting may adjourn the meeting to a time that is not less than 48 hours or more than 30 days from the date of the meeting. At the subsequent meeting:
 - (a) A quorum shall be deemed to be present if the number of members of the association who are present in person or by proxy at the beginning of the subsequent meeting equals or exceeds 20 percent of the total number of voting members of the association; and
 - (b) If such a quorum is deemed to be present but the actual number of members who are present in person or by proxy at the beginning of the subsequent meeting is less than the number of members who are required for a quorum under the governing documents, the members who are present in person or by proxy at the subsequent meeting may take action only on those matters that were included as items on the agenda of the original meeting.

☐ The provisions of this subsection do not change the actual number of votes that are required under the governing documents for taking action on any particular matter.
3. Unless the governing documents specify a larger number, a quorum of the executive board is present for purposes of determining the validity of any action taken at a meeting of the executive board only if individuals entitled to cast a majority of

the votes on that board are present at the time a vote regarding that action is taken. If a quorum is present when a vote is taken, the affirmative vote of a majority of the members present is the act of the executive board unless a greater vote is required by the declaration or bylaws.

4. Meetings of the association must be conducted in accordance with the most recent edition of *Robert's Rules of Order Newly Revised*, unless the bylaws or a resolution of the executive board adopted before the meeting provide otherwise.

(Added to NRS by [1991, 563](#); A [1999, 3006](#); [2003, 2237](#); [2011, 2441](#))

Robert's Rules NRS Meeting

Frequency of Meeting

- **NRS 116.3108 Meetings of units' owners** of association; frequency of meetings; calling special meetings; requirements concerning notice and agendas; requirements concerning minutes of meetings; right of units' owners to make audio recordings of meetings

(WHEN TO HOLD UO) 1. A meeting of the units' owners must be held **at least once each year** at a time and place stated in or fixed **in accordance with the bylaws**. If the governing documents do not designate an annual meeting date of the units' owners, a meeting of the units' owners **must be held 1 year** after the date of the last meeting of the units' owners. If the units' owners have not held a meeting for 1 year, a meeting of the units' owners must **be held on the following March 1**.

(SPECIAL MEETING) 2. An association shall hold a **special meeting of the units' owners** to address any matter affecting the common-interest community or the association if its president, a majority of the executive board or units' owners constituting at least 10 percent, or any lower percentage specified in the bylaws, of the total number of votes in the association request that the secretary call such a meeting. To call a special meeting, **the units' owners must submit a written petition** which is signed by **the required percentage of the total number of voting members of the association** pursuant to this subsection and **which is mailed, return receipt requested, or served by a process server** to the **executive board or the community manager for the association**. If the petition calls for a special meeting, the executive board shall set the date for the special meeting so that the special meeting is held **not less than 15 days or more than 60 days after the date on which the petition is received**. The association shall not adopt any rule or regulation which prevents or unreasonably interferes with the collection of the required percentage of signatures for a petition pursuant to this subsection.

- **NRS 116.31083 Meetings of executive board**; frequency of meetings; periodic review of certain financial and legal matters at meetings; requirements concerning minutes of meetings; right of units' owners to make audio recordings of certain meetings.

(WHEN TO HOLD EX B) 1. A meeting of the executive board must be held at least **once every quarter**, and **not less than once every 100 days** and must be held at a time other than during standard business hours at least twice annually.

NOTICE: UNIT OWNER MEETING

(NOTICE UO) 3. **Not less than 15 days or more than 60 days** in advance of any meeting of the units' owners, the secretary or other officer **specified in the bylaws** shall **cause notice of the meeting** to be given to the units' owners in the manner set forth in [NRS 116.31068](#). The notice of the meeting must state **the time and place of the meeting** and include **a copy of the agenda** for the meeting. The notice must include notification of the **right of a unit's owner** to:

(a) Have **a copy of the minutes or a summary of the minutes** of the meeting provided to the unit's owner **upon request**, in **electronic format at no charge** to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.

(b) **Speak to the association or executive board**, unless the executive board is meeting in executive session

NRS 116.31068 Notice to units' owners.

(FYI UO) 1. Except as otherwise provided in subsection 3, an association shall deliver any notice required to be given by the association under this chapter to any mailing or electronic mail address a unit's owner designates. Except as otherwise provided in subsection 3, if a unit's owner has not designated a mailing or electronic mail address to which a notice must be delivered, the association may deliver notices by:

(a) Hand delivery to each unit's owner;

(b) Hand delivery, United States mail, postage paid, or commercially reasonable delivery service to the mailing address of each unit;

(c) Electronic means, if the unit's owner has given the association an electronic mail address; or

(d) Any other method reasonably calculated to provide notice to the unit's owner.

2. The ineffectiveness of a good faith effort to deliver notice by an authorized means does not invalidate action taken at or without a meeting.

3. The provisions of this section do not apply:

(a) To a notice required to be given pursuant to [NRS 116.3116](#) to [116.3118](#), inclusive; or

(b) If any other provision of this chapter specifies the manner in which a notice must be given by an association.

(Added to NRS by [2011, 2413](#))

NOTICE EXECUTIVE BOARD MEETING

NRS 116.31083 Meetings of executive board; frequency of meetings; periodic review of certain financial and legal matters at meetings; requirements concerning minutes of meetings; right of units' owners to make audio recordings of certain meetings.

(NOTICE EX B) 2. Except in an emergency or unless the bylaws of an association require a longer period of notice, the secretary or other officer specified in the bylaws of the association shall, **not less than 10 days before the date of a meeting of the executive board, cause notice** of the meeting to be given to the units' owners. Such notice must be:

(a) Given to the units' owners in the manner set forth in [NRS 116.31068](#); or

(b) Published in a newsletter or other similar publication that is circulated to each unit's owner.

3. In an emergency, the secretary or other officer specified in the bylaws of the association shall, if practicable, cause notice of the meeting to be sent prepaid by United States mail to the mailing address of each unit within the common-interest community. If delivery of the notice in this manner is impracticable, the notice must be hand-delivered to each unit within the common-interest community or **posted in a prominent place or places within the common elements of the association.**

4. The notice of a meeting of the executive board must **state the time and place of the meeting** and include **a copy of the agenda for the meeting** or the date on which and the locations where copies of the agenda may be conveniently obtained by the units' owners. The notice **must include notification** of the right of a unit's owner to:

(a) **Have a copy of the audio recording**, the minutes or a summary of the minutes of the meeting provided to the unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.

(b) **Speak to the association** or executive board, unless the executive board is meeting in executive session

THE AGENDA

- **NRS 116.3108-Unit owners**

(THE AGENDA UO) 4. The agenda for a meeting of the units' owners must consist of:

(a) A clear and complete statement of the topics scheduled to be considered during the meeting, including, without limitation, any proposed amendment to the declaration or bylaws, any fees or assessments to be imposed or increased by the association, any budgetary changes and any proposal to remove an officer of the association or member of the executive board.

(b) A list describing the items on which action may be taken and clearly denoting that action may be taken on those items. In an emergency, the units' owners may take action on an item which is not listed on the agenda as an item on which action may be taken.

(c) A period devoted to comments by units' owners regarding any matter affecting the common-interest community or the association and discussion of those comments. Except in emergencies, no action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action may be taken pursuant to paragraph (b).

- **NRS 116.31083 Meetings of executive board**

(THE AGENDA EX B) 5. The agenda of the meeting of the executive board must comply with the provisions of subsection 4 of **NRS 116.3108**. A period required to be devoted to comments by the units' owners and discussion of those comments must be scheduled for both the beginning and the end of each meeting. During the period devoted to comments by the units' owners and discussion of those comments at the beginning of each meeting, comments by the units' owners and discussion of those comments must be limited to items listed on the agenda. In an emergency, the executive board may take action on an item which is not listed on the agenda as an item on which action may be taken.

6. At least once every quarter, and not less than once every 100 days, unless the declaration or bylaws of the association impose more stringent standards, the executive board shall review, at a minimum, the following financial information at one of its meetings:

- (a) A current year-to-date financial statement of the association;
 - (b) A current year-to-date schedule of revenues and expenses for the operating account and the reserve account, compared to the budget for those accounts;
 - (c) A current reconciliation of the operating account of the association;
 - (d) A current reconciliation of the reserve account of the association;
 - (e) The latest account statements prepared by the financial institutions in which the accounts of the association are maintained; and
 - (f) The current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.
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THE AGENDA

NRS 116.31087 Right of units' owners to have certain complaints placed on agenda of meeting of executive board.

(COMPLAINTS UO) 1. If an executive board receives a written complaint from a unit's owner alleging that the executive board has violated any provision of this chapter or any provision of the governing documents of the association, the executive board shall, upon the written request of the unit's owner, place the subject of the complaint on the agenda of the next regularly scheduled meeting of the executive board.

2. Not later than 10 business days after the date that the association receives such a complaint, the executive board or an authorized representative of the association shall acknowledge the receipt of the complaint and notify the unit's owner that, if the unit's owner submits a written request that the subject of the complaint be placed on the agenda of the next regularly scheduled meeting of the executive board, the subject of the complaint will be placed on the agenda of the next regularly scheduled meeting of the executive board.

(Added to NRS by [2003, 2218](#); A [2009, 2892](#))

Recording of the Meeting

- **NRS 116.3108 Meetings of units' owners** of association; frequency of meetings; calling special meetings; requirements concerning notice and agendas; requirements concerning minutes of meetings; right of units' owners to make audio recordings of meetings

(RECORDING UO) 5. The secretary or other officer specified in the bylaws shall cause minutes to be recorded or otherwise taken at each meeting of the units' owners. **Not more than 30 days** after each such meeting, the secretary or other officer specified in the bylaws shall cause the minutes or a summary of the minutes of the meeting to be made available to the units' owners. Except as otherwise provided in this subsection, a copy of the minutes or a summary of the minutes must be provided to any unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter

- **NRS 116.31083 Meetings of executive board**

(RECORDING EX B) 7. The secretary or other officer specified in the bylaws shall cause each meeting of the executive board to be audio recorded and the minutes to be recorded or otherwise taken at each meeting of the executive board, but if the executive board is **meeting in executive session**, the meeting **must not be audio recorded**. **Not more than 30 days** after each such meeting, the secretary or other officer specified in the bylaws shall cause the audio recording of the meeting, the minutes of the meeting and a summary of the minutes of the meeting **to be made available to the units' owners**. Except as otherwise provided in this subsection, a copy of the audio recording, the minutes or a summary of the minutes must be provided to any unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.

8. Except as otherwise provided in subsection 9 and [NRS 116.31085](#), the minutes of each meeting of the executive board must include:

- (a) The date, time and place of the meeting;
- (b) Those members of the executive board who were present and those members who were absent at the meeting;
- (c) The substance of all matters proposed, discussed or decided at the meeting;
- (d) A record of each member's vote on any matter decided by vote at the meeting; and
- (e) The substance of remarks made by any unit's owner who addresses the executive board at the meeting if the unit's owner requests that the minutes reflect his or her remarks or, **if the unit's owner has prepared written remarks, a copy of his or her prepared remarks if the unit's owner submits a copy for inclusion.**

9. The executive board may establish reasonable limitations on materials, remarks or other information to be included in the minutes of its meetings.

10. The association shall maintain the minutes of each meeting of the executive board until the common-interest community is **terminated**.